

**BENCHMARKING GRID
ESCROW AGENCY AGREEMENT
(Initial Public Offering)**

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1.00 INSTRUCTIONS

If this is your first attempt at using one of our benchmarking grids we recommend that you consult document number **0004500** for instructions on how best to use this tool, which can be found in **Chapter 00 - Contractual Process** in the Contract Forms available on our website.

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2.00 BENCHMARKING GRID

BENCHMARK AGREEMENT: D03.400	MATCHING PROVISION(S)	VARIATIONS/OBSERVATIONS 1
IDENTIFICATION AND ADDRESSES		
IDENTIFICATION OF PARTIES :		
ISSUER		
ESCROW AGENT		
RECITALS		
(A) Details of offering		
(B) Appointment and role of ESCROW AGENT		
(C) Over-allotment option - calculation		
(D) Exercising over-allotment option		
(E) Legal instrument		
(F) Mutual agreement		

1 If the clause situated in the Matching Provisions column is deficient in some way (see the list of deficiency codes located after list of deficiencies), we recommend placing an asterisk next to that clause number and to record the deficiency in the list of deficiencies that appears at page 21 of this document.

BENCHMARK AGREEMENT: D03.400		MATCHING PROVISION(S)	VARIATIONS/OBSERVATIONS 1
0.00	INTERPRETATION		
0.01	Definitions		
0.01.01	Activities		
0.01.02	Additional Shares		
0.01.03	Agreement		
0.01.04	AMF		
0.01.05	Best Efforts		
0.01.06	Breach		
0.01.07	Business Days		
0.01.08	Closing Date for Additional Shares		
0.01.09	Closing Date for Initial Shares		
0.01.10	Closing Session for Additional Shares		
0.01.11	Closing Session for Initial Shares		
0.01.12	Commercial Paper		
0.01.13	Commercial Paper Security		
0.01.14	Confidential Information		